

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re:)
LEHMAN BROTHERS HOLDINGS INC., *et al.*,) Chapter 11
)
) Case No. 08-13555 (JMP)
)
)
)
Debtors) (Jointly Administered)
-----X

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

BedRok Securities LLC
Name of Transferee

Oaktree Huntington Investment Fund, L.P.
Name of Transferor

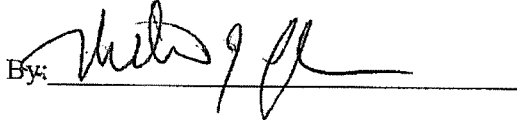
Name and Address where notices to transferee
should be sent:

BedRok Securities LLC
Attn: Rick Caplan
555 Theodore Fremd Avenue
Suite C-301
Rye, New York 10580

Case No.: 08-13555
Court Claim No.: 13309
Amount of Claim Transferred: \$7,552,500.00
Date Claim Filed: 9/16/2009
Debtor: Lehman Brothers Special Financing
Inc.

Name and Address where notices to transferor
should be sent:

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 

Transferee/Transferee's Agent

Date: January 28, 2014

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: Lehman Brothers Special Financing Inc.
Case No. 08-13555 (JMP) (Jointly Administered)

OAKTREE HUNTINGTON INVESTMENT FUND, L.P. ("**Seller**"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to **BEDROK SECURITIES LLC** ("**Buyer**"), all right, title and interest in and to \$7,552,500.00 of Claim No. 13309 of Seller against LEHMAN BROTHERS SPECIAL FINANCING INC. (and its affiliates) (the "**Claim**") docketed in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) (jointly administered).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 28th day of January, 2014. .


**OAKTREE HUNTINGTON INVESTMENT
FUND, L.P.**

BEDROK SECURITIES LLC


By: Oaktree Huntington Investment Fund GP, L.P.
Its: General Partner

By: Oaktree Huntington Investment Fund GP Ltd.
Its: General Partner

By: Oaktree Capital Management, L.P.
Its: Director

By: 
(Signature of authorized corporate officer)

Name: Richard Ting
Title: Managing Director
Tel.: Associate General Counsel

By: 
(Signature of authorized corporate officer)

Name: Mahesh Balakrishnan
Title: Senior Vice President
Tel.: _____

By: _____
(Signature of authorized corporate officer)

Name: _____
Title: _____
Tel.: _____

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TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: Lehman Brothers Special Financing Inc.
Case No. 08-13555 (JMP) (Jointly Administered)

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By: Oaktree Huntington Investment Fund GP, L.P.
Its: General Partner

By: Oaktree Huntington Investment Fund GP Ltd.
Its: General Partner

By: Oaktree Capital Management, L.P.
Its: Director

By: _____
(Signature of authorized corporate officer)

Name: _____
Title: _____
Tel.: _____

By: _____
(Signature of authorized corporate officer)

Name: _____
Title: _____
Tel.: _____

By:  _____
(Signature of authorized corporate officer)

Name: Rick Caplan
Title: President
Tel.: 914 740 1500